

Hearing Date: June 6, 2018 at 9:30 a.m. AST
Objection Deadline: April 9, 2018 (for parties other than the Fee Examiner)

**IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF PUERTO RICO**

In re:

THE FINANCIAL OVERSIGHT AND
MANAGEMENT BOARD FOR PUERTO
RICO,

as representative of

THE COMMONWEALTH OF PUERTO RICO,
et al.

Debtors.¹

PROMESA
Title III

No. 17 BK 3283-LTS

(Jointly Administered)

**SUMMARY COVER SHEET TO THE SECOND INTERIM
APPLICATION OF MEMBERS OF THE OFFICIAL COMMITTEE OF
RETIRED EMPLOYEES OF THE COMMONWEALTH OF PUERTO
RICO FOR REIMBURSEMENT OF EXPENSES INCURRED
FROM OCTOBER 1, 2017 THROUGH JANUARY 31, 2018**

Name of Applicant:

The Official Committee of Retired
Employees of the Commonwealth of Puerto
Rico

Period for which expense reimbursement is
sought:

October 1, 2017–January 31, 2018

Amount of interim compensation sought as
actual, reasonable, and necessary:

Not applicable

¹ The Debtors in these jointly-administered PROMESA title III cases, along with each Debtor's respective title III case number listed as a bankruptcy case number due to software limitations and the last four (4) digits of each Debtor's federal tax identification number, as applicable, are: (i) Commonwealth of Puerto Rico (Bankruptcy Case No. 17 BK 3283-LTS) (Last Four Digits of Federal Tax ID: 3481); (ii) Puerto Rico Sales Tax Financing Corporation (Bankruptcy Case No. 17 BK 3284) (Last Four Digits of Federal Tax ID: 8474); (iii) Puerto Rico Highways and Transportation Authority (Bankruptcy Case No. 17 BK 3567-LTS) (Last Four Digits of Federal Tax ID: 3808); (iv) Employees Retirement System of the Government of the Commonwealth of Puerto Rico (Bankruptcy Case No. 17 BK 3566-LTS) (Last Four Digits of Federal Tax ID: 9686); and (v) Puerto Rico Electric and Power Authority (Bankruptcy Case No. 17 BK 4780) (Last Four Digits of Federal Tax ID: 3747).

Amount of interim expense reimbursement
sought as actual, reasonable, and necessary: \$468.34

Are your expense totals different from the
sum of previously served monthly
statements? No.

Petition Date: May 3, 2017

This is an *interim* application.

Total expenses approved by interim order to
date: \$1,052.94

Total expenses paid to date: \$1,052.94

Total expenses subject to objection: None

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THE COMMONWEALTH OF PUERTO RICO,
et al.

Debtors.¹

PROMESA
Title III

No. 17 BK 3283-LTS

(Jointly Administered)

**SECOND INTERIM APPLICATION OF MEMBERS OF THE OFFICIAL
COMMITTEE OF RETIRED EMPLOYEES OF THE
COMMONWEALTH OF PUERTO RICO FOR
REIMBURSEMENT OF EXPENSES INCURRED
FROM OCTOBER 1, 2017 THROUGH JANUARY 31, 2018**

To the Honorable United States District Court Judge Laura Taylor Swain:

Pursuant to the *First Amended Order Setting Procedures for Interim Compensation and Reimbursement of Expenses* [Dkt. No. 1715] (the “**Interim Compensation Order**”), the members of the Official Committee of Retired Employees of the Commonwealth of Puerto Rico (the “**Retiree Committee**”) in the above-captioned Title III cases, hereby submit their *Second Interim*

¹ The Debtors in these jointly-administered PROMESA title III cases, along with each Debtor’s respective title III case number listed as a bankruptcy case number due to software limitations and the last four (4) digits of each Debtor’s federal tax identification number, as applicable, are: (i) Commonwealth of Puerto Rico (Bankruptcy Case No. 17 BK 3283-LTS) (Last Four Digits of Federal Tax ID: 3481); (ii) Puerto Rico Sales Tax Financing Corporation (Bankruptcy Case No. 17 BK 3284) (Last Four Digits of Federal Tax ID: 8474); (iii) Puerto Rico Highways and Transportation Authority (Bankruptcy Case No. 17 BK 3567-LTS) (Last Four Digits of Federal Tax ID: 3808); (iv) Employees Retirement System of the Government of the Commonwealth of Puerto Rico (Bankruptcy Case No. 17 BK 3566-LTS) (Last Four Digits of Federal Tax ID: 9686); and (v) Puerto Rico Electric and Power Authority (Bankruptcy Case No. 17 BK 4780) (Last Four Digits of Federal Tax ID: 3747).

Application of Members of the Official Committee of Retired Employees of the Commonwealth of Puerto Rico from October 1, 2017 Through January 31, 2018 (the “**Application**”). By this Application the Retiree Committee members seek reimbursement of reasonable, actual, and necessary expenses that they incurred in the aggregate amount of \$468.34 during the period of June 15, 2017 through September 30, 2017 (the “**Interim Period**”). In support of this Application, the Retiree Committee Members respectfully represent as follows:

Background

1. On May 3, 2017, Puerto Rico, by and through the Financial Oversight and Management Board for Puerto Rico (“**FOMB**”), as Puerto Rico’s representative pursuant to section 315(b) of PROMESA, filed a petition with the Court under title III of PROMESA.

2. On May 5, 2017, the Puerto Rico Sales Tax Financing Corporation (“**COFINA**”), by and through the FOMB, as COFINA’s representative pursuant to PROMESA section 315(b), filed a petition with the Court under title III of PROMESA.

3. On May 21, 2017, the Puerto Rico Highways and Transportation Authority (“**HTA**”), by and through the FOMB, as HTA’s representative pursuant to PROMESA section 315(b), filed a petition with the Court under title III of PROMESA.

4. On May 21, 2017, the Employees Retirement System for the Commonwealth of Puerto Rico (“**ERS**”), by and through the FOMB, as ERS’s representative pursuant to PROMESA section 315(b), filed a petition with the Court under title III of PROMESA.

5. On July 3, 2017, the Puerto Rico Electric Power Authority (“**PREPA**”), by and through the FOMB, as PREPA’s representative pursuant to PROMESA section 315(b), filed a petition with the Court under title III of PROMESA.

6. Through Orders of this Court, the Commonwealth, COFINA, HTA, ERS, and PREPA Title III Cases are jointly administered for procedural purposes only, pursuant to PROMESA section 304(g) and Bankruptcy Rule 1015. [See Dkt. Nos. 242, 537, 1417.]

7. On June 15, 2017, the U.S. Trustee, pursuant to section 1102(a)(1) of the Bankruptcy Code, appointed the Retiree Committee, consisting of the following nine individuals: Blanca Paniagua, Carmen Nunez, José Marin, Juan Ortiz, Lydia Pellot, Marcos A. Lopez, Miguel Fabre, Milagros Acevedo, and Rosario Pacheco. [Dkt. No. 340.]

8. The Interim Compensation Order provides that “[e]ach member of any statutory committee is to submit statements of expenses ... to the respective committee’s counsel, which counsel shall collect and submit for reimbursement in accordance with the Interim Compensation Procedures.” (Interim Compensation Order ¶ 4.) In accordance with the Interim Compensation Order, expense reports for the Retiree Committee’s members’ expenses were submitted to the Notice Parties (as defined in the Interim Compensation Order) on March 19, 2018.

9. On October 6, 2017, the Court entered an Order appointing Brady Williamson as the fee examiner (the “**Fee Examiner**”) in these Title III Cases. [Dkt. No. 1416.]

10. On December 15, 2017, the Retiree Committee filed its *First Interim Application for Reimbursement of Expenses Incurred From June 16, 2017 Through September 30, 2017* (“**First Interim Application**”) [Dkt. No. 2052], seeking \$1,181.53 in expenses. On March 7, 2018, the Court entered an Order approving the First Interim Application (the “**First Interim Order**”) [Dkt. No. 2685] in the amount of \$1,052.94 in expenses, deferring \$128.59 of expenses recorded in October 2017 for consideration with this application.

Relief Requested

11. Pursuant to the Interim Compensation Order and § 503(b)(3)(F) of the Bankruptcy Code, made applicable to these cases by § 301(a) of PROMESA, the Retiree Committee members

respectfully request interim allowance and reimbursement of their reasonable, actual, and necessary expenses incurred in rendering services as members of the Retiree Committee in the amount of \$468.34. Detailed expense records for November 2017 through January 2018, reflecting total expenses of \$339.75, are attached as Exhibit A hereto as **Exhibit A**. Detailed expense records for October 2017, reflecting total expenses of \$128.59, are attached as Exhibit A to the First Interim Application.

Notice

12. Pursuant to the Interim Compensation Order, the Retiree Committee has provided notice of this Application to: (a) the U.S. Trustee; (b) counsel to the FOMB; (c) counsel to AAFAF; (d) counsel to the UCC; (e) the Fee Examiner; and (f) all parties that have filed a notice of appearance with the Clerk of this Court, pursuant to Bankruptcy Rule 2002 and applicable provisions of the Local Rules, and requested such notice.

No Prior Request

13. No prior application for the relief requested by this Application has been made to this or any other court.

WHEREFORE, the Retiree Committee respectfully requests that the Court enter an order allowing the Retiree Committee member's claims for reimbursement of actual and necessary expenses in the amount of \$468.34.

March 19, 2018

JENNER & BLOCK LLP

By:

/s/ Robert Gordon

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Respectfully submitted,

BENNAZAR, GARCÍA & MILIÁN, C.S.P.

By:

/s/ A.J. Bennazar-Zequeira

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